

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

CMC II, LLC, *et al.*¹

Debtors.

Chapter 11

Case No. 21-10461 (JTD)

(Jointly Administered)

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR HEARING
ON JUNE 8, 2021 AT 10:00 A.M. (PREVAILING EASTERN TIME)**

**PLEASE NOTE THAT THE HEARING WILL BE CONDUCTED ENTIRELY *VIA* ZOOM AND
REQUIRES ALL PARTICIPANTS TO REGISTER IN ADVANCE NO LATER THAN 4:00 P.M.
(PREVAILING EASTERN TIME) ON JUNE 7, 2021.**

COURTCALL WILL NOT BE USED TO DIAL IN

PLEASE USE THE FOLLOWING LINK TO REGISTER FOR THE HEARING:

https://debuscourts.zoomgov.com/meeting/register/vJIsceusqz4pErWY5i7b-JD0cENja_L-hAU

I. MATTERS GOING FORWARD:

1. Motion of Debtors for Entry of Orders (I)(A) Establishing Bidding Procedures for the Sales of the SNF Assets and Manager and Remaining Assets; (B) Establishing Procedures Relating to Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, Including Notice of Proposed Cure Amounts; (C) Approving Form and Manner of Notice; (D) Scheduling a Hearing to Consider Any Proposed Sale; and (E) Granting Certain Related Relief; and (II)(A) Approving Sales of the SNF Assets and Manager and Remaining Assets; (B) Authorizing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith; and (C) Granting Related Relief, filed on March 11, 2021 [[Docket No. 54](#)].

¹ The Debtors in these chapter 11 cases, along with the last four digits of their respective tax identification numbers, are as follows: CMC II, LLC (6973), Salus Rehabilitation, LLC (4037), 207 Marshall Drive Operations LLC (8470), 803 Oak Street Operations LLC (3900), Sea Crest Health Care Management, LLC (2940), and Consulate Management Company, LLC (5824). The address of the Debtors' corporate headquarters is 800 Concourse Parkway South, Maitland, Florida 32751.

Objection Deadline: May 26, 2021 at 5:00 p.m. (*prevailing* Eastern Time), except May 27, 2021 at 5:00 p.m. (*prevailing* Eastern Time) for certain other objections.

Responses Received:

- A. United States of America's Limited Objection to Debtors' Sale Motion, filed on May 26, 2021 [[Docket No. 282](#)].
- B. Limited Omnibus Objection of the United States to (I) Approval of the Sale of Substantially All of the Skilled Nursing Facility Assets Owned by 207 Marshall Drive Operations LLC and 803 Oak Street Operations LLC; and (II) Notice of Proposed Assumption, Assignment, and Cure Amounts with Respect to Certain Executory Contracts and Unexpired Leases of the Debtors, filed on May 26, 2021 [[Docket No. 284](#)].
- C. Limited Objection of the Official Committee of Unsecured Creditors to Debtors' Proposed (I) Sale of Substantially All of the Skilled Nursing Facility Assets Owned by Debtors 207 Marshall Drive Operations LLC and 803 Oak Street Operations LLC, (II) Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto, (III) Cure Amounts, (IV) Adequate Assurance of Future Performance Related to Executory Contracts and Unexpired Leases, and (V) Related Relief, filed on May 26, 2021 [[Docket No. 285](#)].
- D. Joinder of Sharon Outwater to Limited Objection of the Official Committee of Unsecured Creditors to Debtors' Proposed Sale of Substantially All of the Skilled Nursing Facility Assets Owned by Debtors 207 Marshall Drive Operations LLC and 803 Oak Street Operations LLC, filed on May 26, 2021 [[Docket No. 287](#)].

Related Pleadings:

- A. Order (I) Scheduling a Hearing to Consider Approval of the Sale of Substantially All of the Skilled Nursing Facility Assets Owned by Debtors 207 Marshall Drive Operations LLC and 803 Oak Street Operations LLC, and the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (II) Approving Certain Bidding Procedures, Assumption and Assignment Procedures, and the Form and Manner of Notice Thereof, and (III) Granting Related Relief, entered on May 3, 2021 [[Docket No. 240](#)].
- B. Notice of Auction and Sale of Skilled Nursing Facility Assts, filed on May 4, 2021 [[Docket No. 241](#)].
- C. Affidavit of Publication of the Notice of Auction and Sale of Skilled Nursing Facility Assets in the New York Times (National Edition), filed on May 5, 2021 [[Docket No. 243](#)].
- D. Affidavit of Service, filed on May 7, 2021 [[Docket No. 245](#)].

- E. Affidavit of Service, filed on May 7, 2021 [[Docket No. 246](#)].
- F. Affidavit of Publication of the Notice of Auction and Sale of Skilled Nursing Facility Assets in the Tampa Bay Times, filed on May 14, 2021 [[Docket No. 256](#)].
- G. Notice of Auction Results, filed on May 26, 2021 [[Docket No. 283](#)].
- H. Notice of Filing of Bankruptcy Auction Transcript Dated May 25, 2021, filed on May 27, 2021 [[Docket No. 291](#)].
- I. Notice of Filing of Amended List of Designated Contracts in Connection with Sale of Skilled Nursing Facility Assets and Proposed Assumption, Assignment, and Cure Amounts with Respect to Certain Executory Contracts and Unexpired Leases of the Debtors, filed on May 27, 2021 [[Docket No. 294](#)].
- J. Notice of Filing of Asset Purchase Agreement, filed on May 28, 2021 [[Docket No. 295](#)].
- K. Notice of Filing of Proposed Order (A) Approving and Authorizing the Sale of the Debtors' Skilled Nursing Facility Assets Free and Clear of Liens, Claims, Encumbrances, and Interests, (C) Authorizing the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (D) Granting Related Relief, filed on May 28, 2021 [[Docket No. 296](#)].
- L. Debtors' Omnibus Reply to Objections to Debtors' Motion for Approval of Sale of the SNF Assets, filed on May 28, 2021 [[Docket No. 297](#)].
- M. Declaration of Paul Rundell in Support of Sale of Debtors' Skilled Nursing Facilities, filed on June 1, 2021 [[Docket No. 309](#)].

Witness(es):

- Paul Rundell, Chief Restructuring Officer.

Status: This matter will go forward.

- 2. Application Pursuant to Fed. R. Bankr. P. 2014(a) for Order Under Section 1103 of the Bankruptcy Code Authorizing the Employment and Retention of FTI Consulting, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to March 21, 2021, filed on April 15, 2021 [[Docket No. 210](#)].

Objection Deadline: May 6, 2021 at 4:00 p.m. (*prevailing* Eastern Time).

Responses Received:

- A. The Committee received an informal inquiry from the United States Trustee to the FTI Application.

Related Pleadings: None.

Status: The Debtors understand this matter is resolved and will go forward.

3. Debtors' Application for Entry of an Order, Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code, Authorizing the Retention and Employment of (I) Configure Partners, LLC and Configure Partners Securities, LLC as Investment Banker, and (II) McDonald Hopkins, LLC as Litigation Financing Advisor, Jointly for the Debtors, *Nunc Pro Tunc* to April 30, 2021, and Modifying Certain Time-Keeping Requirements of Local Rule 2016-2, filed on May 18, 2021 [[Docket No. 269](#)].

Objection Deadline: June 1, 2021 at 4:00 p.m. (*prevailing* Eastern Time). An extension to June 3, 2021 at 5:00 p.m. (*prevailing* Eastern Time) has been given to the United States and the Office of the United States Trustee.

Responses Received:

- A. Limited Objection of the Official Committee of Unsecured Creditors to the Debtors' Application for Entry of an Order, Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code, Authorizing the Retention and Employment of (I) Configure Partners, LLC and Configure Partners Securities, LLC as Investment Banker, and (II) McDonald Hopkins, LLC as Litigation Financing Advisor, Jointly for the Debtors, *Nunc Pro Tunc* to April 30, 2021, and Modifying Certain Time-Keeping Requirements of Local Rule 2016-2, filed on June 1, 2021 [[Docket No. 310](#)].
- B. United States Trustee's Reservation of Rights Regarding the Debtors' Application for Entry of an Order, Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code, Authorizing the Retention and Employment of (I) Configure Partners, LLC and Configure Partners Securities, LLC as Investment Banker, and (II) McDonald Hopkins, LLC as Litigation Financing Advisor, Jointly for the Debtors, *Nunc Pro Tunc* to April 30, 2021, and Modifying Certain Time-Keeping Requirements of Local Rule 2016-2, filed on June 3, 2021 [[Docket No. 313](#)].
- C. Limited Objection of the United States to Debtors' Application for Entry of an Order, Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code, Authorizing the Retention and Employment of (I) Configure Partners, LLC and Configure Partners Securities, LLC as Investment Banker, and (II) McDonald Hopkins, LLC as Litigation Financing Advisor, Jointly for the Debtors, *Nunc Pro Tunc* to April 30, 2021, and Modifying Certain Time-Keeping Requirements of Local Rule 2016-2, filed on June 3, 2021 [[Docket No. 315](#)].

Related Pleadings:

- A. *Supplemental* Declaration of Marc J. Carmel in Support of Debtors' Application for Entry of an Order, Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code, Authorizing the Retention and Employment of (I) Configure Partners, LLC and Configure Partners Securities, LLC as Investment Banker, and (II) McDonald

Hopkins, LLC as Litigation Financing Advisor, Jointly for the Debtors, *Nunc Pro Tunc* to April 30, 2021, and Modifying Certain Time-Keeping Requirements of Local Rule 2016-2, filed on June 4, 2021 [[Docket No. 316](#)].

- B. Motion of Debtors for Leave to File and Serve Debtors' Omnibus Reply to Objections to Debtors' Application for Entry of an Order, Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code, Authorizing the Retention and Employment of (I) Configure Partners, LLC and Configure Partners Securities, LLC as Investment Banker, and (II) McDonald Hopkins, LLC as Litigation Financing Advisor, Jointly for the Debtors, *Nunc Pro Tunc* to April 30, 2021, and Modifying Certain Time-Keeping Requirements of Local rule 2016-2, filed on June 4, 2021 [[Docket No. 317](#)].

Witness(es):

- Paul Rundell, Chief Restructuring Officer
- Marc Carmel, Esquire
- Joseph Weissglass, Managing Director of Configure Partners, LLC and Configure Partners Securities, LLC

Status: This matter will go forward.

Dated: June 4, 2021
Wilmington, Delaware

CHIPMAN BROWN CICERO & COLE, LLP

/s/ Robert A. Weber

William E. Chipman, Jr. (No. 3818)
Robert A. Weber (No. 4083)
Mark D. Olivere (No. 4291)
Hercules Plaza
1313 North Market Street, Suite 5400
Wilmington, Delaware 19801
Telephone: (302) 295-0191
Facsimile: (302) 295-0199
Email: chipman@chipmanbrown.com
weber@chipmanbrown.com
olivere@chipmanbrown.com

Counsel for the Debtors and Debtors-in-Possession